

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:	X	
	:	
	:	
THE FINANCIAL OVERSIGHT AND	:	PROMESA
MANAGEMENT BOARD FOR PUERTO RICO,	:	Title III
	:	
as representative of	:	Case No. 17-BK-3283 (LTS)
	:	
THE COMMONWEALTH OF PUERTO RICO <i>et al.</i> ,	:	(Jointly Administered)
	:	
Debtors. ¹	:	
	X	

**URGENT MOTION OF OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR
LEAVE TO EXCEED PAGE LIMITS IN ITS OMNIBUS REPLY TO OBJECTIONS TO
COMMITTEE’S URGENT MOTION, PURSUANT TO BANKRUPTCY CODE
SECTIONS 105(a) AND 362, FOR ENTRY OF ORDER ENFORCING AUTOMATIC
STAY AND COURT’S JUNE 29, 2017 ORDER CONFIRMING APPLICATION OF
AUTOMATIC STAY WITH RESPECT TO GDB RESTRUCTURING**

To the Honorable United States District Court Judge Laura Taylor Swain:

The Official Committee of Unsecured Creditors of all Title III Debtors (other than COFINA) (the “Committee”) respectfully submits this urgent motion (the “Urgent Motion”) requesting entry of an order, substantially in the form of Exhibit A, allowing it to exceed the fifteen page limit set forth in the *Sixth Amended Notice, Case Management and Administrative Procedures* [Docket No. 3804-1] (“Case Management Procedures”) for the Committee’s

¹ The Debtors in these title III cases, along with each Debtor’s respective title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283 (LTS)) (Last Four Digits of Federal Tax ID: 3481), (ii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566 (LTS)) (Last Four Digits of Federal Tax ID: 9686), (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK-3567 (LTS)) (Last Four Digits of Federal Tax ID: 3808), (iv) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK-3284 (LTS)) (Last Four Digits of Federal Tax ID: 8474), and (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747).

omnibus reply (the “Omnibus Reply”) to the objections (the “Objections”)² filed to the *Urgent Motion of Official Committee of Unsecured Creditors, Pursuant to Bankruptcy Code Sections 105(a) and 362, for Entry of Order Enforcing Automatic Stay and Court’s June 29, 2017 Order Confirming Application of Automatic Stay with Respect to GDB Restructuring* [Docket No. 3797] (the “Stay Motion”), and respectfully represents as follows:

JURISDICTION AND VENUE

1. The United States District Court for the District of Puerto Rico has subject matter jurisdiction over this matter pursuant to section 306(a) of PROMESA.

2. Venue is proper pursuant to section 307(a) of PROMESA.

BASIS FOR RELIEF REQUESTED

3. On August 22, 2018, the Committee filed its Stay Motion. Two (2) separate Objections were filed in response to the Rule 2004 Motion, one on Wednesday, August 29, 2018, and one on Friday, August 31, 2018. The combined briefing of the two Objections totaled approximately thirty-nine (39) pages.

4. Pursuant to the Court’s order expediting consideration of the Stay Motion, the Committee’s deadline to reply to the Objections is September 6, 2018 at 12:00 p.m. (AST).

5. Pursuant to Paragraph I.E of the Case Management Procedures, memoranda of law in support of replies are limited to fifteen (15) pages unless prior permission has been granted.

² See *Objection of the Government Development Bank for Puerto Rico and the Puerto Rico Fiscal Agency and Financial Advisory Authority to the Urgent Motion of Official Committee of Unsecured Creditors, Pursuant to Bankruptcy Code Sections 105(a) and 362, for Entry of Order Enforcing Automatic Stay and Court’s June 29, 2017 Order Confirming Application of Automatic Stay with Respect to GDB Restructuring* [Docket No. 3826, filed August 29, 2018]; *Objection of Financial Oversight and Management Board for Puerto Rico to Urgent Motion of Official Committee of Unsecured Creditors, Pursuant to Bankruptcy Code Sections 105(a) and 362, for Entry of Order Enforcing Automatic Stay and Court’s June 29, 2017 Order Confirming Application of Automatic Stay with Respect to GDB Restructuring* [Docket No. 3845, filed August 31, 2018].

6. In the interest of efficiency and for the convenience of the Court, the Committee intends to file a **single** Omnibus Reply combining the Committee's replies to each of the two Objections. However, given the length of the Objections that are to be addressed in the Omnibus Reply and the complexity of the legal issues raised in the Objections, the Committee will not be able to meet the fifteen (15) page limit for such a combined reply brief.

7. Accordingly, the Committee respectfully seeks to file a single, coordinated Omnibus Reply that will not exceed twenty (20) pages in length, exclusive of the cover page, table of contents, table of authorities, signature page, exhibits, and the certificate of service.

8. The Committee submits that its request is reasonable and appropriate in light of the circumstances described above.

9. Pursuant to Section I.H. of the *Sixth Amended Notice, Case Management and Administrative Procedures* [Docket No. 3804-1], undersigned counsel certifies that it has engaged in reasonable, good-faith communications with counsel to other interested parties. Moreover, in accordance with Local Bankruptcy Rule 9013-1(a)(2), undersigned counsel certifies that counsel has carefully examined the matter and concluded that there is a true need for expedited consideration of the Urgent Motion, and that the movant has not created the urgency through lack of due diligence on its part. The undersigned further certifies that movant made a bona fide and good faith effort to resolve the matter without a hearing. Counsel conferred with counsel for GDB, AAFAF, and the Oversight Board regarding the Urgent Motion, and **neither counsel to GDB/AAFAF nor counsel for the Oversight Board object to the relief requested in the Urgent Motion.**

NOTICE

10. Notice of this Motion has been provided to the following entities, or their counsel, if known: (i) the U.S. Trustee; (ii) the Office of the United State Attorney for the District of

Puerto Rico; (iii) the Oversight Board; (iv) the Puerto Rico Fiscal Agency and Financial Advisory Authority; (v) the official committee of retirees; (vi) the insurers of the bonds issued or guaranteed by the Debtors; (vii) counsel to certain ad hoc groups of holders of bonds issued or guaranteed by the Debtors;³ and (viii) all parties that have filed a notice of appearance in the Title III Cases.

NO PRIOR REQUEST

11. No previous request for the relief sought herein has been made by the Committee to this or any other court.

[Remainder of page intentionally left blank.]

³ Which include the Mutual Fund Group, the Ad Hoc Group of General Obligation Bondholders, the COFINA Senior Bondholders' Coalition, and the QTCB Noteholder Group, each as such group is defined at Docket Nos. 28, 68, 216, and 134, respectively.

WHEREFORE, the Committee respectfully requests that this Court enter an order substantially in the form attached hereto as Exhibit A, granting the relief requested herein and such other and further relief as this Court deems appropriate.

Dated: September 5, 2018

/s/ Luc A. Despins

PAUL HASTINGS LLP

Luc. A. Despins, Esq. (*Pro Hac Vice*)

James R. Bliss, Esq. (*Pro Hac Vice*)

G. Alexander Bongartz, Esq. (*Pro Hac Vice*)

Nicholas A. Bassett, Esq. (*Pro Hac Vice*)

200 Park Avenue

New York, New York 10166

Telephone: (212) 318-6000

lucdespins@paulhastings.com

jamesbliss@paulhastings.com

alexbongartz@paulhastings.com

nicholasbassett@paulhastings.com

Counsel to the Official Committee of Unsecured Creditors

- and -

/s/ Juan J. Casillas

CASILLAS, SANTIAGO & TORRES LLC

Juan J. Casillas Ayala, Esq., USDC - PR 218312

Diana M. Battle-Barasorda, Esq., USDC - PR
213103

Alberto J. E. Añeses Negrón, Esq., USDC - PR
302710

Ericka C. Montull-Novoa, Esq., USDC - PR 230601

El Caribe Office Building

53 Palmeras Street, Ste. 1601

San Juan, Puerto Rico 00901-2419

Telephone: (787) 523-3434

jasillas@cstlawpr.com

dbattle@cstlawpr.com

aaneses@cstlawpr.com

emontull@cstlawpr.com

Local Counsel to the Official Committee of Unsecured Creditors